

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

GENERAL MILLS, INC,

Plaintiff,

-against-

CHAMPION PETFOODS USA, INC. and
MODESTINO MELE,

Defendants.

Civil Action No. 20-181 (KMK)

**REPLY DECLARATION OF
TOM MORTON**

TOM MORTON, of full age, hereby certifies pursuant to 28 U.S.C. §1746:

1. I am the Senior Vice President of Marketing and Business Development for Blue Buffalo Enterprises, Inc. (“Blue Buffalo”). General Mills, Inc. (“GMI”) is the ultimate parent company of Blue Buffalo. I have personal knowledge of the within matters and submit this Reply Declaration in support of the application of GMI for a temporary restraining order and preliminary injunction.

2. Defendant Modestino Mele (“Mele”) had no experience in the pet food industry before he joined Blue Buffalo in 2016.

3. Mele confirms in his Declaration (¶15), and consistent with my working with him, that he continued to perform his duties as Senior Vice President of Global Sales for Blue Buffalo through July 31, 2019. This work entailed efforts to grow sales and sales channels for both the Wilderness and Carnivora brands against competitors, specifically including the Orijen and Acana brands sold by Champion Petfoods USA, Inc. (“Champion”).

4. I am aware that in July 2019, Mele was involved in discussions with members of the sales leadership team concerning the sales strategy and best sales channels for Carnivora, both

generally, and with respect to Champion's Orijen and Acana brands, for which Carnivora was created as a competitor.

5. I do not know personally when Orijen or Acana were introduced to the U.S. market, but we became aware of them as a meaningful competitive threat after the introduction of our Wilderness brand.

6. I hereby certify under penalty of perjury that the foregoing statements made by me are true.

Dated: January 21, 2020

/s/Tom Morton

Tom Morton

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